

# **EXHIBIT AA**

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**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

ZACHARY GIVEN, KRISTOPHER :  
LAWSON, VINCENT MCCLEERY, :  
and SEAN MCMURRAN, Individually :  
and on Behalf of Other Persons :  
Similarly Situated, :

Civil Action No. 1:17-CV-01266-CCC

## JURY TRIAL DEMANDED

Plaintiffs,

The Hon. Christopher C. Conner

V.

LOVE'S TRAVEL STOPS &  
COUNTRY STORES, INC.,

Defendant.

## DECLARATION OF ALVERA HAWK

**I, ALVERA HAWK, do hereby swear, affirm and attest as follows:**

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.

2. I am currently employed by Love's Travel Stops, Inc. (the "Company") and work at Store 389 in Conneaut, Ohio as the General Manager. I have been employed by the Company at Store 389 since May 2016 as the General Manager. I started out as a part time cashier on May 2, 2008 in Hubbard, Ohio at Store 370. I became a full time cashier and a trainer around 2009 in Hubbard, Ohio at Store 370. Around December 2009 I became a shift leader in Hubbard, Ohio at Store 370 for two years. I was then promoted to Marketing Manager in December of 2012, which later became known as Operations Manager. I stayed at Hubbard, Ohio as an Operations Manager for four years until I was transferred to Conneaut, Ohio in the Operations Manager role. I was promoted to General Manager about a month after my transfer to Conneaut, Ohio.

3. Approximately 49 people work at the Conneaut facility.

4. The three levels of managers at my facility are 1) General Manager; 2) Operations Managers; and 3) restaurant and tire care manager.

5. Throughout my time as a General Manager, I have immediately supervised 5 Operations Managers.

6. Right now, there are 2 Operations Managers. They are Rick Savacool and Lynn Flick. I have personal knowledge of the Operations Manager position because I was an Operations Manager and I now oversee them.

7. I worked with former Operations Managers, including Vincent McCleery ("Vince").

8. Around February 2016 my District Manager sent me up to Conneaut, Ohio to help Vince because he was having performance problems. The facility was failing marketing inspections and receiving bad business reviews.

9. During the two weeks I spent retraining Vince I personally saw that he was not doing his work. He was delegating all of his hourly tasks and spending excessive amounts of time sitting in the office. He was not pitching in with hardly any hourly tasks and focused almost exclusively on managing, delegating and directing the subordinate employees.

10. I made a lateral move when the District Manager asked me to come to Conneaut and Vince was traded to the Hubbard location.

11. When I am not at the facility and the Operations Manager is on duty, I rely on the Operations Manager to run the facility. When I am working at the facility less than two hours of my time overlaps with the Operations Manager's shift.

12. During the approximate 2 hours my time at the facility overlaps with the Operations Manager, we meet to discuss any e-mails, tag maintenance, any personnel issues. We

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then do a walk through and discuss the tasks on his action plan for the night. These tasks are often delegated to subordinate employees and the Operations Manager will oversee their completion.

13. His managerial tasks include things such as ordering merchandise, inventory management, tag maintenance, inventory counts, performance evaluations, customer complaints when arising on their shift, progressive disciplinary coaching, and redeploying subordinate employees on the shift to ensure the customers' needs are met.

14. The Operations Manager oversees three areas including the store, the tire care center and the restaurant.

15. I have personal knowledge that the Operations Managers are paid substantially more than their subordinate employees because I started out as a cashier and became an Operations Manager. I can also say the pay is substantially more at the Operations Manager level because I am aware of what all of my hourly employees make.

16. Even when a restaurant general manager or a tire care manager is working at the facility, the Operations Manager is managing and supervising all the employees. The Operations Manager's shift overlaps with these managers for only about an hour.

17. Because our shifts do not overlap much, I rely on the Operations Manager to run and manage the facility when I am off duty. Running and managing the facility involves, managing inventory, disciplining employees, responding to customer complaints, assigning and re-assigning employees to tasks, loss prevention and risk.

18. Operations Managers and I monitor and supervise all employees at the facility by using a Motorola radio to communicate and give directions. We do this even when we need to pitch in and perform some hourly tasks such as cleaning showers, cleaning restrooms, emptying the trash, sweeping floors, and stocking shelves.



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19. Operations Managers handle customer complaints. For example, Operations Manager Rick Savacool recently had a customer complaint that he dealt with on his own when the cashier set the wrong pump up and another customer fueled and left without paying. Rick took the initiative to apologize to the customer and reset the pump so the customer could fuel again without being double charged for the cashier's mistake. Afterward, Rick progressively coached the cashier who made the mistake.

20. Operations Managers perform inventory management and are responsible for ordering merchandise. For example, the Operations Manager must monitor the level of merchandise such as certain candy bars and ensure the gondolas used to display merchandise do not appear empty. He must make a judgment call and reorder when necessary.

21. In terms of discipline, Operations Managers will verbally counsel an employee if company policies or procedures are not followed. For example, Operations Manager Rick Savacool did a verbal coaching when a cashier's drawer was short. This happened three times, therefore, Rick also did a written notice and a final warning on his own.

22. The Operations Manager has authority to issue written warnings, final warnings, and send home employees.

23. Operations Managers have important input if an employee is considered for termination. I have Operations Managers sit in on termination meetings. I also sat in on termination meetings when I was an Operations Manager. For example, when I was an Operations Manager I provided significant termination input to my General Manager and then I attended the resulting termination meeting when an employee was terminated for attendance infractions at the Hubbard facility.

24. Operations Managers can assign and re-assign task to employees. For instance, Operations Manager will often reassign employees from the diesel desk to the gas desk.

25. Operations Managers participate in the hiring process. Operations Managers will often do the first interview. The Operations Manager then makes a hiring recommendation based on the first interview. I give a lot of weight to the Operations Manager's hiring recommendations. I have very rarely overridden Rick Savacool's hiring recommendation. Even when I plan to override Rick's recommendation we will first discuss the decision because I value his input.

26. Operations Managers provide important input regarding promotions and evaluations. For example, right now we have a team member who is going to be promoted and is being trained to become a shift leader because Operations Manager Rick Savacool recommended him for this promotion.

27. The evaluation process involves evaluating new employees at 90 days, nine months, fifteen months and twenty four months. From then on they are evaluated every six months. When I sit down with employees to give them their evaluations I rely on the Operations Manager to take the lead and deliver the feedback to the employee. When I was an Operations Manager I also sat in on performance evaluation meetings and took the lead by delivering the feedback to the subordinate employees. The input the Operations Manager provides during this employee evaluation process impacts an employee's career in terms of compensation, promotions, and even potential demotion or termination.

28. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

29. This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

30. I declare under penalty of perjury under the laws of the State of Ohio and the United States that the foregoing is true and correct.

Dated this 2nd day of November, 2017 in Conneaut, Ohio.



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**ALVERA HAWK**

# **EXHIBIT BB**

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF KENDRA PETTIS

I, Kendra Pettis, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.
2. I've worked a team member at Love's Cumberland, MD facility for three months.
3. As a team member, I spend most of my time working as a cashier and stocking shelves.
4. I work the day shift now.
5. I worked the afternoon shift (3:00 – 11:00) from August to October, 2017.
6. When I worked the afternoon shift, I was supervised by an Operations Manager (OM).



7. Most of the time when I worked the afternoon shift, there were usually two employees on duty in Love's Subway restaurant, three in the store, and two in the tire shop. The OM supervised all seven of those people.

8. There is also usually a floater on a shift. A floater can work in different jobs: the registers on the gas side or diesel desk, a cashier at Subway, or stocking shelves are common examples.

9. The OM on the afternoon shift decided where to use the floater.

10. At the beginning of the shift, the OM would tell us where to work, what the game plan is, what the floater is going to do, what times we'll take breaks, what areas we'll focus on, etc.

11. The whole time I was on duty during the afternoon shift I had a radio I used to communicate with my OM. In a typical hour, I'd use the radio to communicate with my OM at least three times.

12. For example, I'd use the radio to let my OM there was a suspended transaction, that we were running low on supplies, or any problems with a customer.

13. Common customer problems I've escalated to an OM include returns, truckers' complaints about checks, etc. The OM would then decide what to do.

14. Regarding a suspended transaction, when something needs to be "voided out" of a register, only a shift leader or OM has the authority to do that.

15. Our company values teamwork. Occasionally, GMs and OMs will chip in and help with the duties of hourly employees when it's necessary. An OM might, for example, jump on a register when we need it.

16. But, even when an OM is doing these kind of “chip in” tasks, he is always monitoring the radio and his primary focus remains on ensuring the whole operation is running smoothly.

17. For example, on one occasion I was with my OM, James, I heard him receive a call on the radio from a cashier who needed him to decide what to do with a voided transaction. James immediately left to deal with that issue. This kind of thing happens repeatedly on every shift.

18. I have received training from OMs. When I was new to my job, my OM James trained me for a lot of the register stuff. James spent at least two hours teaching me how to set up a prepaid Visa, cash trucker checks, etc.

19. When I applied for a job at Love’s, I had two interviews, one with my GM and one with an OM. Each lasted 10-15 minutes.

20. OMs give verbal counseling. For example, one time I put gas on the wrong pump, meaning someone paid for gas on pump X and I put the gas on pump Y. Once I realized my mistake, I panicked and hit the stop button, which shuts down the pump. Getting the pump back in operation requires support from the help desk, which took at least 10 minutes in this case. My OM told me I handled the situation incorrectly.

21. Instead of hitting the stop button, there was a way to change the pumps without hitting the stop button. My OM, James, was mildly agitated, told me not to do this again, and trained me on what to do instead.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Maryland and the United States that the foregoing is true and correct.

Dated this 25th day of October, 2017 in Cumberland, MD.

  
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**Kendra Pettis**

# EXHIBIT CC

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF AMY TWIGG

I, **Amy Twigg**, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.
2. I've worked for Love's since October 19, 2015 at the Cumberland, MD location.
3. I am a shift leader. I got promoted to that role about two months ago.
4. As a shift leader, I typically work in the store. I supervise two or three employees per shift.
5. When I'm on duty, I answer either to my General Manager (GM) or an Operations Manager (OM).
6. The GM or OM supervises everyone on duty, which is usually around 10 people.



7. When an OM is running the operation, he always has a Motorola radio, and all of the employees have a Motorola. The OM uses this to tell employees what to do.

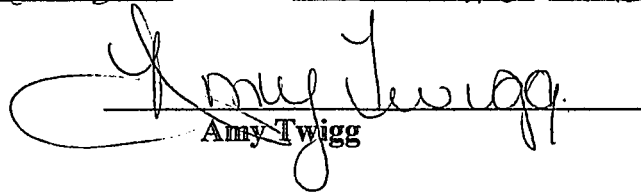
8. The OM is responsible for making sure everything runs smoothly.

9. I've never heard anyone at Love's complain about overtime.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Maryland and the United States that the foregoing is true and correct.

Dated this 25 day of October, 2017 in Cumberland, Maryland

  
Amy Twigg

**EXHIBIT DD**



Travel Center and an Arby's restaurant that is operated by Love's. We are in the process of adding a tire center, and my Store is one of the highest fuel pumping stores in the Company. It is also a training store for Operations Managers who are assigned to work at other stores after they complete their training.

5. In my time as General Manager, I have supervised approximately ten (10) Operations Managers, including trainees who ultimately ended up working as Operations Managers at other Stores. My current Operations Manager is Michael Smith.

6. The Operations Managers at my Store are responsible for running four shifts per week. The Operations Managers also spend a fifth day each week involved in professional development when we review payroll, financial reports, lottery reports and invoice summaries and other aspects of the Store's staffing and operations. When the Operations Managers run their shifts, they are the most senior manager on duty and they are fully responsible for the store and the restaurant.

7. At our Store, the Operations Managers regularly supervise nine or ten employees on each shift, including those working in the restaurant. When we open our tire shop, there will be more employees on every shift.

8. On the shifts they supervise, the Operations Managers make sure the employees are completing all of their assigned tasks. Operations Managers can supplement existing employee task lists with additional duties and functions to suit the particular needs of the Store or the particular shift. Additionally, Operations Managers oversee and walk the restaurant to ensure that it is operating properly and to address any employee, operational or customer service issues.

9. Almost all of the shifts at our Store are staffed with three Cashiers, including the shifts run by the Operations Managers. That means that even if a Cashier calls out for a shift, we still have sufficient Cashier coverage for that shift, though (depending upon whether I or an Operations Manager is on duty) I or the Operations Managers might have to make the decision to let some of the items from the Cashiers' task lists roll over to the next shift to enable the Cashiers to remain on their cash registers.

10. Operations Managers also ensure that the employees on their shifts provide good customer service and otherwise follow company policies and procedures. For example, the Operations Managers address issues with employees who are not meeting uniform standards, using cell phones during a shift, eating behind the counter or otherwise not following company policy or procedure.

11. Operations Managers carry radios with them at all times so they can constantly monitor what is going on regardless of their location within or around the Store or restaurant. This constant communication is essential during the shift because the Operations Managers are ultimately responsible for all aspects of the Store's and restaurant's operations.

12. While we do not tend to have a lot of employee performance issues at my Store, the Operations Managers are responsible for addressing performance and other employee issues on the shifts they run. Operations Managers coach, discipline and even terminate employees. While I prefer to discuss termination decisions in advance, Operations Managers have authority to make termination decisions on their own. Recently, Operations Manager Michael Smith had to terminate an employee and told me about his decision after the fact.

13. Mr. Smith has been at my Store since January 2014. Mr. Smith is the Mentor in our District, which means he is responsible for category management. That involves



making sure the Operations Managers at the other stores in our District are completing key items for promotional or merchandizing programs.

14. Mr. Smith pays most of the Store's maintenance bills. Invoices above a certain dollar amount require approval above the Store level, but Mr. Smith reviews and pays any maintenance invoices below that limit.

15. Operations Managers are also responsible for placing orders and maintaining appropriate inventory for the Store. For example, Mr. Smith is responsible for placing orders for DAS merchandise (trucker items, including electronics and parts) and has discretion to determine the amount of merchandise he orders based upon his knowledge or expectations regarding demand and sale at our Store. Mr. Smith also oversees weekly deliveries of merchandise to ensure that the Assistant Store Manager and Cashiers properly check in and stock the delivery.

16. Operations Managers also complete the Store's end of the day financial reports and reconcile the cash drawers against the sales reports. The Operations Managers also review the Store's financial reports, including the 13-Weeker weekly sales report, flash reports and the Profit and Loss reports.

17. We have a weekly manager meeting at the Store. At that meeting, which includes me, the Operations Managers, the Restaurant Manager and the Restaurant Assistant Manager, we cover roster cards and staffing needs, upcoming evaluations and assessments, and review financial and sales reports. Mr. Smith runs the portion of the meeting related to marketing issues and promotions.

18. Operations Managers also attend District Meetings and Quarterly Review meetings. The Quarterly Review meetings include all of the Store's salaried managers and

Division-level management, as well as members of the Love family and other corporate management. The Quarterly Review meetings are intense. They include a site visit to the Store by Corporate and Division management and cover the Store's financial, operational and maintenance issues.

19. The Store's salaried managers, including the Operations Managers, have to be on site for regularly-scheduled audits to make sure that the auditors' counts are correct and to correct any miscounts. The accuracy of these audits is important because they impact the accuracy of the Store's Profit and Loss statements and our ability to accurately track losses and manage inventory.

20. While I prepare the Store's schedules, the Operations Managers make recommendations regarding employee scheduling for the shifts they run, including when employees should be scheduled and whether employees should be moved from part-time to fulltime. I rely on their recommendations because the Operations Managers know the ebb and flow of the business and the staffing needs on their shifts.

21. The Operations Managers are also involved in hiring employees for the Store, including conducting preliminary interviews. For example, Mr. Smith conducts the first interviews with candidates. Based upon those interviews, Mr. Smith makes recommendations regarding who we should hire and I more often than not accept those recommendations. Mr. Smith also assists with orientation for some employees and is responsible for ensuring that employees complete their required computer-based training. I also like to be involved in orientation of new employees myself because if they work on shifts that are run by an Operations Manager, I might not work with them again and I want to engage with them when they are hired.

22. The Operations Managers also complete performance evaluations for the employees on their shifts, and they meet with those employees to discuss their evaluations.

23. The Operations Managers and I also evaluate which employees might be ready to take on more responsibility or for promotion. For example, Mr. Smith recently mentioned me that one of his employees wants to be promoted to a Shift Lead position, but he indicated that the employee is not yet ready for promotion and I accepted his recommendation. Operations Managers also make recommendations regarding the rates of pay for the employees they supervise. I value their recommendations and take them most of time.

24. Operations Managers have the discretion to send employees home if a shift is slower than anticipated or to avoid overtime. However, the Operations Managers can also have employees perform other tasks, such as additional cleaning or stocking, rather than send employees home. It is up the Operations Managers to use their judgment to decide which makes more sense under the circumstances.

25. The Operations Managers resolve customer service issues, including discounting or providing complimentary products. If a customer complaint comes in though the corporate office, either I or my Operations Managers will reach out to the customer directly to make it right.

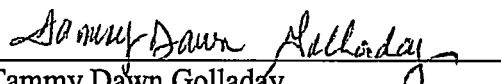
26. Since I have been employed by the Company, I have never received any complaints, statements, or reports from my Operations Managers about not being paid for overtime.

27. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Virginia and the United States that the foregoing is true and correct.

Dated this 1st day of November, 2017 in Toms Brook, Virginia.

  
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Tammy Dawn Golladay

# **EXHIBIT EE**



IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF TAMMY JEFFCOAT

I, TAMMY JEFFCOAT, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.

2. I've worked for Love's since November 2015.

3. The entire time, I've worked in Love's Cumberland, MD location.

4. Since November 2015, I've been an Inventory Management Coordinator.

Sometimes the position is called Administrative Assistant. Informally, people call me an "AA," and that's the term I'll use here.

5. There are about 30 employees at the Cumberland facility,

6. All those people work in one of three areas: the tire shop, store, or Subway.

7. The most senior person here is the General Manager, or "GM," Rick

Cowsert.

8. The next highest ranking person is the Operations Manager, or "OM." There are two OMs, John Bittner and James Minutella.

9. As an AA, I'm the next highest ranking person in the facility.

10. I'm in charge of receiving and payroll. I also run the diesel desk and prepare receiving reports.

11. I typically work Monday-Friday, 8:00 a.m. – 4:00 p.m.

12. On a typical shift, I answer to the GM. But I sometimes work with OMs and have first-hand knowledge of what they do.

13. When OMs are on duty, they're usually the most senior person on site, they're usually supervising about 10 other people, they're always in communication with those people by radio or in person, and they're always in charge.

14. OMs delegate tasks to employees, are in charge of ensuring adequate inventories, order supplies, etc.

15. Our goal is "customers first." When needed, therefore, OMs will pitch in and help with any task in the facility. Sometimes, for example, they'll stock shelves.

16. But, even when an OM is pitching in, that person is always monitoring the radio and periodically directing and helping the other employees working that shift. This happens all day long.

17. OMs handle customer complaints.

18. OMs train employees. When a new hire comes in, that person gets "on boarding" training, including both videos and hands-on training. OM frequently supervise, and provide, that training.

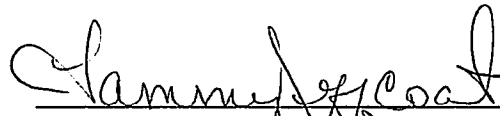
19. OMs, along with other managers, interview potential employees.

20. There is a lot of turnover here. In the last year, we've hired more than 10 people at the Cumberland location.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of MD and the United States that the foregoing is true and correct.

Dated this 25th day of October, 2017 in Cumberland, MD

  
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Tammy Jeffcoat

**EXHIBIT FF**

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
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Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE’S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF CHARLES RICHARD COWSERT

I, Charles Richard (“Rick”) Cowsert, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.
2. This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.
3. I’ve worked for Love’s since October 25, 2011.
4. For my first 18 months with Love’s, I was what was then called a “General Manager in Training.” The title later changed to Operations Manager.
5. Since March 2013, I have been a General Manager.

6. As a General Manager (GM), I've worked for Love's in Iowa, LA and Cumberland, MD.

7. I've been the GM at the Cumberland, MD since October 1, 2015.

8. Since then, at any time, about 36-38 people have worked at the Cumberland facility.

9. There are three layers of managers at the Cumberland facility at any time: (1) there is one GM; (2) there are two or three Operations Managers (OMs); and (3) there is a restaurant manager and a tire-care manager.

10. Since October 2015, I have immediately supervised two or three Operations Managers at particular time.

11. Currently, those OMs are John Bittner and James Minutelli.

12. I also supervised former OMs Randy Sechler, Stacey Myers, and Zacahary Given.

13. OMs operate the facility when I'm not there. Most of the time, I am not at the facility.

14. OMs are allowed to contact me when I'm off duty if they need my guidance, but this happens rarely. I know that this has not happened within the last two months.

15. When an OM is on duty, that person is responsible for three departments: the store, tire care, and the Subway restaurant.

16. Occasionally, there is a tire-care manager or restaurant manager on duty while the OM is present. But this happens rarely and, when it does happen, the OM nonetheless oversees the entire facility and is responsible for supervising those other managers.

17. More typically, however, when an OM is on duty, there are no other managers on duty.

18. There are three shift leaders who work at my facility. Shift leaders either (1) run the facility between 11:00 p.m. to 7:00 a.m., because that's the slowest time, when the least important activities are going on; or (2) work when I am, or an OM is, on duty.

19. When I say OMs operate the facility, I mean they're responsible for ensuring a high level of customer service. That means, for example, they have to resolve customer complaints, ensure the correct inventory, order supplies as needed, ensure discipline, assign employees to particular tasks, ensure that loss-prevention procedures are followed, ensure that the fuel-system stays running, and ensure cash control.

20. I am my OMs sometimes pitch in to help with tasks such as stocking shelves. But, when we do that, we're always monitoring our Motorola radios and supervising the entire facility.

21. Regarding customer complaints, only a shift manager, OM, or I can "void out" a sale. Voiding out a sale means erasing the sale information from our accounting system. We keep authority to void out a sale at a high level because, if abused, the power to void out a sale could be used to steal.

22. OMs also have the authority to make price overrides. For example, if there is a sale price on an item that has expired, the OM has the power to sell the item at that price anyway. Again, we don't allow cashiers to make price overrides because of the potential for theft.

23. When we have customer complaints through the corporate office, the complaint is resolved when the GM or OM calls the customer to resolve the issue.

24. Regarding inventories and supplies, the OM is totally responsible for ensuring the correct inventory level and ordering supplies. This is the lifeblood of our business. If, for example, we ran out of coffee, our customers would be irate. (I know this because it's happened.) It's the OM's job, and only the OM's job, to ensure that we do not run out of the things our customers want.

25. Regarding discipline, OMs constantly monitor employees to ensure they follow company policies. For a common example, an OM will sometimes watch a team member prepare coffee. If, as is usually the case, everything goes to plan, the OM won't say anything. If, however, the OM sees the team member prepare the coffee in a way that departs from Love's procedures, that OM will redirect the team member. OM John Bittner recently had to do this. There have other occasions as well when an OM has had to redirect a team member preparing coffee.

26. Another example, occurs when we get a delivery of gift items. Sometimes a team member will start putting those items on the shelves without getting the invoice out of the box and checking in the items. This is bad because it makes inventory control impossible. OMs occasionally have to redirect team members to keep this from happening. John Bittner recently had to do this.

27. Regarding assigning employees to particular tasks, the OM tells the employees on a shift what to do. For example, the OM has to decide where the need is greatest and assign a floater to work there. During a shift, the OM will sometimes also redeploy workers to deal with contingencies, such as a busload of tourists arriving unexpectedly.

28. Turning to loss prevention, an OM is responsible to protect company assets. If a team member suspects that customer may be shoplifting, that team member is



forbidden to confront the customer. Rather, the team member reports the issue to the OM, who then has the discretion to respond as he sees fit. Typically, the OM will politely ask the customer if the OM may be of assistance. But, the OM also has the discretion to take more serious steps, such as calling the police. The OM also may check video to determine if the customer is stealing. We keep this authority at the OM level, and not below, because of two risks: (1) the risk of violence; and (2) the risk of alienating the customer. To be clear, our cashiers are strictly forbidden from saying *anything* to a customer they think is stealing. Only an OM or higher is allowed to deal with suspected shoplifting.

29. Regarding keeping the fuel systems running, sometimes the fuel system shuts down automatically, when a sensor detects a change in pressure. Until we added a particular type of fuel filter a few months ago, this type of shutdown happened every 10 days or so. Now it happens less often, but it still happens. When the fuel system shuts down, it is a huge customer-service issue. The issue can be resolved quickly, but to resolve it someone has to coordinate multiple team members to go to the fuel pumps and ensure no one touches them while a test is run on the system. This is a critical, time-pressured, and stressful job that, when an OM is on duty, must be done by the OM. If I am on duty I do this job myself.

30. Regarding cash control, when the cash in the drawer reaches a certain level, the computer system demands that we do a "drop," which is to say the cashier takes the cash from the drawer and puts it in our drop safe. At some point, or multiple points, during each shift the OM is responsible for opening the safe (only managers and shift leaders ever have access to the key), putting the cash in a cash recycler (which counts the cash), and verifying whether the count accords with the register system.

31. When there is a cash discrepancy, the OM has to investigate. An investigation typically includes reviewing video and interviewing the cashier. Depending on the OM's conclusions, that cashier could be disciplined or fired. Only my managers and I have the authority to conduct this type of investigation.

32. OMs play an important role in hiring. Typically, when there is a job applicant, I and an OM will interview that person.

33. Those interviews are separate, and usually last about 20 minutes.

34. After the interviews, I sit down and have a conversation with the OM.

35. We discuss what we thought of the candidate.

36. Then I make the decision.

37. I place particular weight on my OMs' views, however, because my OM is going to have to supervise that person when I'm not around.

38. For example, in the five months since Love's hired James Minutelli to be an OM at Cumberland, he and I have interviewed at least four applicants. I have never failed to follow his desire regarding whether to hire the applicant.

39. OM John Bittner and I interviewed at least 15 applicants in the last year or so. I don't remember ever overriding his desire to hire, or not hire, an applicant.

40. OMs also play an important role in firing team members. We don't fire team members very often, because we have good team members. But, when we do discharge a team member, I expect the OM to play a crucial role. For example, about a year-and-a-half ago, OM Randy Sechler reported that one of his tire techs, Brandon Aldridge, was refusing to follow Randy's directions, including directions to work in the store. I had no firsthand knowledge of Brandon's misconduct and I accepted Randy's recommendation to fire Mr. Aldridge.

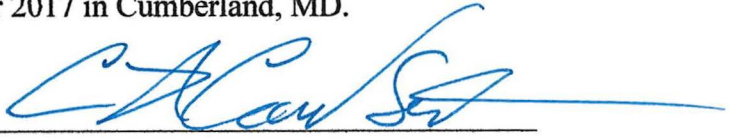
41. I also expect OMs to play a key role in promotions. For example, I accepted the recommendation of OM Randy Sechler to promote a team member to the position of shift lead. Another example, I am about to promote John Nelson to shift lead based on the recommendation of OM James Minutelli.

42. OMs also play a key role in evaluations. I evaluate team members on a 90-day, six month, and 12-month basis. My evaluation is largely based on the information my OMs give me about the teams members. This information is invaluable because I often don't have much firsthand experience with the team member.

43. The team member's possible promotion, compensation, and continued employment depend on those evaluations.

44. I declare under penalty of perjury under the laws of the State of Maryland and the United States that the foregoing is true and correct.

Dated this 25th day of October 2017 in Cumberland, MD.

  
Charles Richard Cowser

# **EXHIBIT GG**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,,	:	<b>JURY TRIAL DEMANDED</b>
	:	
Plaintiff,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

**DECLARATION OF SCOTT AKERS**

I, Scott Akers, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge. I have worked in the role of Operations Manager, and have supervised several Operations Managers, and have a deep understanding of the position.

2. I began my employment with Love's Travel Stops, Inc. (the "Company") as an Operations Manager in February 2014 at Store 239 in Max Meadows, Virginia. I was promoted to General Manager at Store 291 in Richmond, Kentucky in August 2015 and also worked as the General Manager of Stores 317 and 239 in Virginia. I became the General Manager of Store 359 in Emerson, Georgia about one month ago. I currently report to District Manager Terry Jobb.

3. In both the Operations Manager and General Manager positions, I always have earned at least \$455.00 per week.

4. Because I was typically scheduled for only two hours of overlap per week with the General Manager, I was almost always the highest manager on duty when I worked. During the average shift, I supervised approximately 10 full-time direct reports who worked 40 hours each week and 2 part-time direct reports.

5. I was one of two Operations Managers in the Max Meadows location. We did not work the same shifts but were typically divided between the deliveries of our two major inventory suppliers, since we were responsible for order reviews and inventory management.

6. As an Operations Manager, I participated in the quarterly Business Review Meeting, which is an executive-level review of the store. The Operations Managers I have supervised have also participated in these meetings. While my General Manager addressed the executives' fiscal concerns, as an Operations Manager, I was generally responsible for discussing any operational issues with the executives.

7. As an Operations Manager, I was responsible for monitoring my location's compliance with the Company's safety policies and procedures. If there was an incident during my shift, I conducted the investigation, prepared a report, and submitted the report to the risk management department. I also oversaw the tire shop to ensure that the employees were following the Company's mandatory safety procedures. I typically audited the tire shop's safety procedures through the store's camera system or by pathing through the shop itself.

8. As an Operations Manager, I began a typical day by inspecting the property. I would then visit the tire shop and speak with the tire care manager and responsible shift leader to evaluate staffing, the level of business, and what tasks needed to be completed. Next, I performed a store walk and noted store tasks that needed to be completed before employees departed from the previous shift. I also pulled each cash drawer, counted down tills, prepared a deposit, and verified the safe. I spent the majority of each shift delegating and assigning tasks to the employees I



supervised. I did sometimes work the cash register in order to provide the hourly employees with their breaks but that was only a small portion of each shift. At the end of each shift, I prepared another deposit, and if it was a night shift, I prepared the final deposit for the bank and closed out the day in the computer system. I estimate that I spent approximately 15 to 20 percent of each shift preparing deposits.

9. Although I was not required to do so, as an Operations Manager, I held staff meetings at the beginning and end of each of my shifts to set expectations or to discuss performance issue such as personal cell phone usage at work. At end of shift, I also evaluated each employee's performance with regard to cash handling and held an individual meeting to discuss and review the video of any exception transactions (e.g., returns, no sales, voids) performed by the employees. I also used the video review as an opportunity to identify customer service pointers or training opportunities for each employee.

10. As an Operations Manager, I did have a weekly task list. These tasks lists may differ from location to location. For example, a location with a tire shop has a different task list than a location without a tire shop. I was able to and did delegate many tasks on the Operations Manager task list – for example, stock counting smaller sections of store - to certain the employees I supervised. In addition, it was simply my job to ensure that many tasks on the task list – for example, detailed cleaning tasks – were completed by an hourly employee.

11. In the Max Meadows location where I was an Operations Manager, there was a Subway and a Chester's Chicken. These restaurants were included in my store walk and pathing supervision. It was rare that there was another manager in the restaurants during my shifts, so I regularly assigned tasks to the restaurant employees and assisted and trained shift leads with administrative duties in the restaurants. For example, I instructed shift leads in preparing restaurant deposits, which were separate from the store deposits.

12. As an Operations Manager, I was also heavily involved in the recruitment and selection of employees. I selected applicants to interview and conducted a first-round interview of those applicants before recommending that the General Manager interview any one of them. In general, after the General Manager conducted his interview, we would discuss the applicants and whether they were appropriate for hire. My General Manager would consider and generally accept my hiring recommendations.

13. As an Operations Manager, I was also responsible for disciplining employees and taking corrective action. I routinely coached employees, and if a problem persisted, I prepared written warnings, including final warnings. In at least one case, I placed an employee on suspension pending termination. If I believed persistent performance issues merited termination, I recommended such action to the General Manager and he typically accepted my recommendation.

14. I estimate that, as an Operations Manager, I spent 30 to 40 percent of my time performing physical tasks. However, when performing such tasks, I was typically doing so while simultaneously performing my administrative and personnel management functions. For example, I spent about one hour per shift managing inventory through order reviews and stock counts. Although the ordering system generated a standard order, I was responsible for tailoring that order to our actual in-store inventory, accounting for shrink and mis-delivery. In attending to these duties, I would sometimes assist one of my employees with physical stocking tasks in order to complete these control counts, while also pitching in and expediting the stocking process. I spent the remainder of my time performing managerial duties.

15. As an Operations Manager, I typically worked about 50 hours per week. I was scheduled for four shifts per week, and it was extremely rare that I would work five shifts in a workweek.



16. As an Operations Manager, I spent about one hour per week analyzing the 13 Weeker and Profit and Loss Reports, the primary financial reports for each location. This was important in understanding my impact and the impact of the employees I supervised on a shift-by-shift basis.

17. As a General Manager at several locations, my Operations Managers perform many of the same functions as I did in the role. In addition, other than their development shifts, I also have very little overlap with them, so they are likewise responsible for running their shifts. However, because we have increased our baseline staffing, they do not spend as much time performing physical tasks as I did. In addition, Operations Managers are now scheduled for five shifts per week instead of four; the additional shift is a developmental shift that is designed to assist them in developing the skills necessary to independently run the location.

18. Moreover, the experiences of my Operations Managers are dramatically different from my experience because I operate very differently as a General Manager than my General Manager in Max Meadows. The personality and management preferences of a General Manager can dramatically impact the experiences and responsibilities of Operations Managers in each location. Because I ensure that my Operations Managers have fully-staffed shifts and understand the importance of delegation and collaboration within the management team, I take their development shifts seriously and allow them as much independence as their attitude and skillset allow.

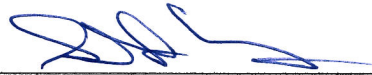
19. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

20. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Georgia and the United States that the foregoing is true and correct.

Dated this 24<sup>th</sup> day of October, 2017 in Emerson, Georgia.

A handwritten signature in blue ink, appearing to read 'Scott Akers', is written over a horizontal line.

**Scott Akers**

# **EXHIBIT HH**



Managers Jamie Shaw, Dwayne Juarez and John Jackson. I currently report to General Manager Ramin Zamani.

3. Since becoming a Restaurant General Manager at Love's, I always have earned at least \$455.00 per week.

4. My job responsibilities include, among other things, scheduling and ordering for all three restaurant concepts and ensuring operations run smoothly. The three (3) restaurant concepts we have at my location are: Arby's, Godfather's Pizza, and Chester's Fried Chicken.

5. I work directly with Operations Managers approximately fourteen (14) hours per week regarding the restaurants, but I also regularly interact with the Operations Managers throughout our shift and during weekly management meetings. I also report directly to the Operations Managers on Saturdays, currently Kent Westbrook is the Operations Manager who works on Saturdays, and I report directly to him when the General Manager is not present.

6. Based off when I work, which is Tuesday through Saturday, I estimate that Operations Managers are the highest level managers on duty approximately thirty (30) hours per week.

7. Operations Managers supervise four (4) employees in the store. The Operations Managers also supervise the maintenance employees and the tire techs.

8. The Operations Managers perform restaurant "pathing" every shift to check day dots for food freshness, that the restaurant is prepared for the dinner rush, and they follow up on the employees' task list. Examples of tasks assigned to employees include ensuring enough product is cooked and sides are ready to go, making sure that all management is ready to go for the rush, and employees are where they need to be. The restaurant "pathing" process

takes about 15 to 30 minutes to complete for all three (3) restaurant concepts, and the Operations Managers complete the restaurant “pathing” process about two (2) times per shift.

9. Operations Manager Kent Westbrook does a store walk every day shift that he works.

10. I participate in weekly management meetings on Tuesdays with the Operations Managers. We discuss restaurant sales and service, and the Operations Managers’ involvement in the restaurant.

11. If I am not there and there is a customer complaint, the Operations Manager assists with resolving the complaint. For example, some customers have complained the pizza is not thoroughly cooked and the Operations Manager will either request that the pizza be cooked more or issue the customer a refund.

12. I participate in business review meetings along with the Operations Managers. I have participated in almost forty (40) business review meetings, and the Operations Managers have always participated in the business review meetings. During the business review we discuss the 13-weeker report and the profit and loss reports. The Operations Managers take an active role in business review meetings. Typically the business review meetings involve the General Managers, the Operations Managers, the District Manager, the Divisional Manager, and sometimes the Divisional Marketing Manager and Divisional Tire Shop Manager depending on the focus of the business review. Sometimes members of the Love’s family participate in the business review meetings, specifically Jenny Love, Tom Love, Craig Love and Frank Love.

13. I have observed Operations Managers training employees on the job. Examples include Operations Managers walking the employee through their Computer Based Training (CBT) or walking the employee through their task list.

14. I see the Operations Managers following up quite often with employees on completion of their task lists.

15. There are a lot of differences between the Operations Manager and the Shift Lead. There is always an Operations Manager and/or the General Manager present so the Shift Lead does not have as much authority as the Operations Manager. For example, the Shift Lead delegates tasks to employees but only at the direction of the Operations Manager or the General Manager.

16. Based on my observations of the Operations Managers performing their duties, I estimate Operations Managers spend ninety-percent (90%) of their time performing managerial tasks.

17. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

18. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of New Mexico and the United States that the foregoing is true and correct.

Dated this 27th day of October, 2017 in Tucumcari, New Mexico.



AMANDA SHINE



# **EXHIBIT II**



5. When I am not on duty, I have a Restaurant Assistant Manager and four Shift Leaders. When I am not on duty, my Assistant Manager and Shift Leaders report to either the GM or one of the Store's OMs, depending upon the day of the week.

6. The OMs typically work evenings, when they are the most senior manager on duty. Typically, those shifts are staffed with 4 or 5 employees in the Store, in addition to the employees working in the restaurant. Including the employees working in the Restaurant, there are typically between nine and 11 employees on the shifts on which the OMs are the most senior manager on duty.

7. The OMs do what we call pathing through the restaurant to identify any issues with the dining room, drive-thru or parking lot and address any such issues that need to be addressed with the restaurant employees and managers.

8. I participate in weekly manager meetings with the GM and the OMs to address the combined Store and Restaurant monthly Profit and Loss report, the weekly 13-Weeker financial report and flash reports regarding sales. Additionally, we evaluate staffing needs for the Store and Restaurant, and address any issues raised in inspection reports or evaluations conducted by the Area Food Manager.

9. OM Michael Smith has conducted interviews for me for hiring staff for the restaurant and I regularly take his recommendations regarding which candidates I should consider for a second interview. Similarly, another OM who now works at another Love's location conducted interviews for restaurant candidates and would make recommendations regarding whether the candidates should be asked to come back for a second interview with me, and I frequently followed his recommendations. The OMs sometimes provide me with feedback regarding Restaurant employee performance to help me generally evaluate my staff.

gmr

10. If there is a performance issue with one of the employees in the Restaurant, the OMs have the authority to issue disciplinary action, including written warnings. The OMs also have the authority to terminate an employee working in the Restaurant, though that has not happened in my time working at the Restaurant.

11. OMs also do a five-day Arby's training program required by Love's to ensure that the OMs can operate the restaurant in the event the Restaurant GM, Assistant Manager and/or Shift Leaders are unavailable. That training includes how to do required daily inventory, how to manage the cash drawers for the restaurant and how to document any overages and shortages in the till. The OMs also learn how to prepare menu items, though the training is not intended to train the OMs to work in position as cooks. Instead, it is to train them to perform the management functions in the Restaurant, which are not identical to the management functions at the Store.

12. If there is an issue at the Restaurant, such as with equipment, the OM might have to call me to help address the issue. However, to the extent customer service or employee issues arise, the OMs can resolve those issues on their own. I have never received any calls from current OM Micheal Smith for assistance in resolving customer or employee issues while he was the most senior manager on duty.

13. If a customer complains to an OM about an issue in the restaurant, the OM can, among other options to resolve the customer service issue, provide complimentary food or otherwise direct the Shift Lead or ASM as to how to resolve the issue.

14. Since I have been employed by Love's, I have never made any complaints, statements, or reports to my supervisor, management, or Human Resources about not being paid for overtime.



15. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or Human Resources about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Virginia and the United States that the foregoing is true and correct.

Dated this 25th day of October, 2017 in Toms Brook, Virginia.

  
Lisa Ann Miller

am

# **EXHIBIT JJ**

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF STEPHANIE BARCISZEWSKI

I, STEPHANIE BARCISZEWSKI do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.

2. I am currently employed by Love's Travel Stops, Inc. (the "Company") and work at Store 612 as a Storage Facility Manager. I have been employed by the Company in Bridgeton, Missouri, since August 3, 2016. I currently report directly to General Manager Bill Dawkins.

3. As a Storage Facility Manager I am an hourly employee and I work 40 hours per week, and I am paid overtime for all hours worked over 40 in a work week. For example I sometimes assist in the store and I am paid overtime for that work when the work exceeds 40 hours in a work week.

4. My job responsibilities include, among other things, maintaining the storage facility, ensuring units are cleaned, managing the weekend staff member, promoting storage rentals both at the Love's location and within the community at chamber of commerce events.

5. I primarily interact with the Operations Managers approximately three out of five days a week as I am performing my end of day close out procedures of my cash register.

6. I have personal knowledge of the Operations Managers' schedules and know that the Operations Managers are the highest level managers on duty the majority of the time that they work.

7. The Storage Facility is separate from the store, restaurants and tire shop.

8. I have witnessed the Operations Managers participating on their own development days learning new inventory management techniques, order input, and performing inventory management in preparation for submitting orders.

9. I have witnessed the Operations Managers coaching employees on how to talk to customers and training employees on new inventory management techniques.

10. I have personal knowledge that the Operations Managers participate in development days on Tuesdays and Fridays each week where the Operations Managers work alongside the General Manager to continue their growth as a manager.

11. The Operations Managers are expected to function as the General Manager is when the General Manager is absent.

12. I participate in the weekly manager meetings on Fridays along with the Operations Managers. During these meetings the Operations Managers discuss schedule changes and recommendations as to scheduling and staffing the store based on how busy the store is at a



given time. Sometimes following the weekly manager meetings the Operations Managers will meet one on one with the General Manager.

13. The General Manager certainly “leans on his Operations Managers, so they do get a lot of responsibility.”

14. I have personal knowledge that the Operations Managers participated in the business review meeting in July 2017, and are preparing for the upcoming business review on November 14, 2017. I have witnessed the Operations Managers walking specific locations in the store and tire shop and discussing them with individuals from Love’s corporate during the business review meetings.

15. I have witnessed the Operations Managers perform reviews of the video from the security cameras, and I know that the video is reviewed for the purposes of ensuring that cashiers are making eye contact with the customer, greeting the customer, and generally providing a high-level of customer service and at the same time monitoring loss prevention. The videos are utilized by Operations Managers as tool to train and coach employees.

16. I have personal knowledge that the Operations Managers participate in weekly conference calls with the District Manager.

17. I frequently witness the Operations Managers performing store walks with the General Manager on each shift at shift change, and I have heard the General Manager ask the Operations Managers to mention anything they may notice during their store walk.

18. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

19. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Missouri and the United States that the foregoing is true and correct.

Dated this 25th day of October, 2017 in Bridgeton, Missouri.

  
\_\_\_\_\_  
STEPHANIE BARCISZEWSKI

# **EXHIBIT KK**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	<b>JURY TRIAL DEMANDED</b>
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

**DECLARATION OF ROBERT BOWERS**

I, **ROBERT BOWERS**, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.

2. I am currently employed by Love's Travel Stops, Inc. (the "Company") and work at Store 236 in North Little Rock, Arkansas as a Shift Lead. I have been employed by the Company since July 3, 2014, in Morrilton, Arkansas, Store 267, as an Administrative Assistant and I reported to General Manager Chris Costlow. I then moved to North Little Rock, Arkansas on October 14, 2016, as a Shift Lead, and I report directly to General Manager, Mitzi Vaughan.

3. Since becoming a Shift Lead at Love's, I am paid hourly and I work 40 hours per week. In the event I work overtime I am paid overtime for all hours worked over forty (40) in a work week.

4. My job responsibilities include, among other things, assisting in running the shift for managers so that they can perform their duties and worry about what the manager has to do. For example, if a cashier needs to go on break, I will assist behind the cash register so that the manager is free to perform their managerial tasks such as order reviews, inventory counts, interviewing job applicants, and reviewing their day to day reports.

5. Operations Managers review the task list from the previous shift to see what has been completed. Operations Managers also perform end of shift / shift change cash deposits.

6. I have worked the Operations Manager task list as part of my "Road To Success" or "RTS" training, which is designed to help equip me with the managerial skills to become an Operations Manager. When I worked the Operations Manager shift I worked approximately forty (40) to forty-five (45) hours per week, and I was paid overtime for any time worked in excess of forty (40) hours for the work week.

7. As Shift Lead I do not have access to TalentStop to review job applicants or to issue corrective action to employees like Operations Managers can.

8. Operations Managers are on weekly conference calls with other Operations Managers and District Management and Divisional Marketing Managers to discuss new promotions. I estimate the Operations Managers spend about one (1) hour per week on this conference call.

9. On Mondays, the Operations Managers participate in conference calls with the District Manager and the General Manager. I estimate this call takes approximately one (1) hour.

10. On Tuesdays, Operations Managers participate in weekly management meetings with store management. This meeting lasts about forty-five (45) minutes. I also participate in this weekly management meeting every week. We discuss employee and store performance issues that need to be addressed. We discuss store performance with respect to sales and any current promotions the store may be running at that time. The Restaurant Manager participates and we discuss how the management team can support restaurant sales as a team. The Operations Managers often discuss monthly marketing and promotion initiatives.

11. I know that Operations Managers participate in business review meetings which involve individuals from Love's corporate coming to the store. The last business review we had in North Little Rock, Arkansas, was in August 2017. In preparation for business review meetings the Operations Managers reviewed prior business reviews, mystery shops, store and restaurant hours, sales, inventory management, labor hours and costs of facilities maintenance.

12. I know that Operations Managers have access to TalentStop and can review job applications in TalentStop. Operations Managers conduct telephone interviews with applicants and have the authority to set up a second in-person interview with the applicant. The Operations Manager conducts the second in-person interview. I know Operations Managers have moved forward with hiring a candidate without seeking input from the General Manager. In some instances, the Operations Manager will seek the input of the General Manager if the in-person interview was not as strong as the phone interview.

13. I would estimate that Operations Managers spend four (4) to five (5) hours per week interviewing applicants. The amount of time spent interviewing depends on the employee turnover rate.

14. I have witnessed an Operations Manager verbally disciplining employees for attendance issues. Such verbal discipline typically takes fifteen (15) minutes of an Operations Managers' time.

15. I have also witnessed Operations Managers delivering written corrective action to employees. Operations Managers have the ability to write up employees without input from the General Manager. I have served as a witness when an Operations Manager delivered written corrective action to an employee and discussed the attendance policy violations with the employee. I estimate it takes about thirty (30) to forty-five (45) minutes for an Operations Manager to draft and deliver corrective action to the employee. The Operations Manager reviews the policy with the employee and discusses possible solutions for the issue such as scheduling adjustments.

16. During my time in Morrilton, Arkansas, I know that the Operations Manager terminated an employee for theft. The General Manager was on vacation at the time of the termination and the Operations Manager did not consult with the General Manager regarding termination of the employee. The Operations Manager also processed the termination in TalentStop.

17. Operations Managers participate in the performance evaluation process for employees, and deliver the performance evaluation to the employee and discuss the evaluation with the employee.

18. Operations Managers are responsible for following up with employees to make sure they have completed the items on the employee's task list.

19. Operations Managers fill in as General Managers when the General Manager is on vacation or otherwise unavailable.

20. I estimate that Operations Managers are the highest level manager on duty approximately eighty-percent (80%) of the time they are scheduled to work.

21. I estimate Operations Managers spend 98% of their time performing managerial tasks including, but not limited to, inventory management and generating related inventory reports to send to District Management, reviewing sales goals, task list follow-up, ensuring the store is presentable, delegating zone cleaning duties to other employees and ensuring employees complete their assigned task, and end of shift cash reconciliation procedures. I know this from my experience working the Operations Managers' task list.


22. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

23. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Arkansas and the United States that the foregoing is true and correct.

Dated this 26th day of October, 2017 in North Little Rock, Arkansas.

  
\_\_\_\_\_  
**ROBERT BOWERS**



# **EXHIBIT LL**



approximately May 2014, the location itself opened in approximately June 2014. In approximately June 2015, I transferred to Tucumcari, New Mexico as a General Manager. I currently report to District Manager Scott Clark.

3. During my time as an Operations Manager and as a General Manager at Love's, I always have earned at least \$455.00 per week.

4. My job responsibilities include, among other things, responsibility for the entire location. My particular location has a tire shop and three restaurant concepts and a store. I walk the operation and check the tire shop, do paperwork, scheduling for the operation, monitor restaurant margins, monitor labor costs, audit tire inventory, and inventory counts. My store is very busy. I always try to get banking done before I start running employee breaks. This job is a little bit of everything.

5. When I was an Operations Manager I had a goal to become a General Manager. So I did whatever it took to impress my General Manager and my District Manager so they could see what I could offer the Company. As a General Manager, I do whatever it takes to get my job done, and I pass down the same philosophy to my Operations Managers. I have had six (6) Operations Managers who have gotten promoted to General Manager.

6. Operations Managers run the operation when the General Manager is not present.

7. When I am hiring an Operations Manager I am looking for individuals who are flexible and self-starters who are accurate and good at math because counts are an important part of their managerial duties.

8. When I was an Operations Manager I spent about thirty (30) to thirty-five (35) hours per week as the highest level manager on duty, and the same is true for my Operations Managers in my store now.

9. I tell my Operations Managers, Brandy and Kent, that the tasks the General Manager gives them are not necessarily for them to do but rather for them to make sure that the task gets done. They have the authority to delegate any tasks to employees and the discretion to determine how to accomplish the task.

10. Operations Managers and General Managers are solely responsible for cash handling procedures. We don't even train other employees on cash handling procedures. Only upper-level management has access to the safe and knows cash handling procedures.

11. Operations Managers and General Managers are solely responsible for order review. If a Shift Lead is performing order review, it is a training opportunity and the Operations Managers and General Manager are overseeing the Shift Lead in the execution of those duties.

12. Operations Managers are solely responsible for overseeing inventory management processes. In my store I don't want all employees touching the inventory because of the need for accuracy. Ultimately if there is an issue or a discrepancy with inventory it affects the store's financial bottom line.

13. Operations Managers have interviewed employees on their own and have sat in on interviews with me.

14. My Operations Managers absolutely have the authority to discipline employees either verbally or through written corrective action. I back Kent and Brandy up 110% on their disciplinary actions.

15. If a team member is working on the Operations Managers' shift then I always have my Operations Managers participate in delivering the employee's performance evaluation. Every month they usually have to sit in on three to four employee performance evaluation meetings.

16. Operations Managers participate in weekly management meetings on Tuesdays for about a half hour or more. During the weekly meeting, Brandy, my Operations Manager, is responsible for discussing the driver panel reports which detail information collected from the drivers regarding their impressions of the location. Kent, my other Operations Manager, is responsible for printing out all the sales numbers for the store and discussing the store's financial performance and sales growth.

17. Every week on Tuesdays the Operations Managers must participate in the marketing conference call. This call lasts about 45 minutes to one hour. During the call promotions, pricing, planogram changes and marketing initiatives are discussed.

18. Order review is a huge responsibility for the Operations Managers, because if it is not done correctly then we either have too much or too little of something, and that ultimately affects sales and store performance. Inventory management and counts are also a critical component of the Operations Managers' job.

19. Operations Managers are eligible for quarterly bonuses, and this is why we try so hard as General Managers and Operations Managers. The bonus is based on margins, sales to budget, loss prevention, and labor costs. Every single day Operations Managers touch every single aspect that contributes to the bonus.

20. My Operations Managers each spend one (1) day a week working alongside me as part of their development as managers. The intent of the training is to assist

them in learning certain paperwork processes that they may not be exposed to by virtue of their schedules being primarily evenings and weekends. For example, the Operations Managers learn banking procedures and how to prepare the end of the week recap. The end of the week recap includes our store's performance for the week and any issues encountered during the week. The end of week recap is then submitted to the District Manager. When I am not here, my Operations Manager, Kent Westbrook, does the end of week recap and he is very familiar with reading and interpreting the 13-weeker report.

21. I get in the habit of leaving the 13-weeker report out for Kent to review every week. The more my Operations Managers know what is going on, the better position we are in at the end of the week.

22. My Operations Managers spend 60% of their time performing managerial duties.

23. My Operations Managers supervise four (4) to five (5) employees in the store, three (3) employees in the tire shop, and nine (9) employees in the restaurants.

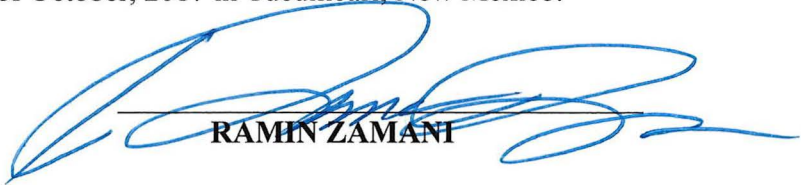
24. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

25. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of New Mexico and the United States that the foregoing is true and correct.

Dated this 27th day of October, 2017 in Tucumcari, New Mexico.



RAMIN ZAMANI

# **EXHIBIT MM**



**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	<b>JURY TRIAL DEMANDED</b>
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

**DECLARATION OF MITZI VAUGHAN**

I, **MITZI VAUGHAN**, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.

2. I am currently employed by Love's Travel Stops, Inc. (the "Company") and work at Store 236 in North Little Rock, Arkansas as General Manager. I have been employed by the Company in North Little Rock, Arkansas, as the General Manager since September 2011. Prior to becoming General Manager I worked as an Operations Manager in Store 236 in North Little Rock, Arkansas from 2008 to 2011. I currently report to District Manager Bobby Jones.

3. Since becoming a General Manager at Love's, I always have earned at least \$455.00 per week.

4. My job responsibilities include, among other things, payroll, staffing, hiring, firing, banking, inventory control counts on the restaurant and store items, and generally supervising about thirty (30) employees. A majority of these tasks my Operations Managers do as well, such as inventory control counts, pulling job applicants from TalentStop and interviewing job applicants, as well as managing team members when I am not there.

5. My location has three (3) restaurant concepts, a Love's Subs, Godfather's Pizza and Chester's Fried Chicken, and a convenience store. My location does not have a tire shop.

6. I estimate that ninety-percent (90%) of the work week, the Operations Manager is the highest level manager on duty.

7. The Operations Manager supervises anywhere from five to six employees on their shift. These employees include four (4) employees in the restaurant and one (1) diesel cashier and one (1) gas cashier.

8. The Operations Manager spends Fridays working with me as part of the Operations Managers' development day. On those days we review personnel roster cards which detail where employees are at in their training and development, we participate in the conference call with the District Manager,

conduct interviews of job applicants, work with the restaurant manager to review restaurant sales, margins and ordering, and review any marketing initiatives and any related planogram changes. The purpose of the development day is to help get the OMs promoted and get them the training they need to develop them on skills and experience, such as working with vendors, that they would not otherwise get working an evening shift.

9. I have had two (2) Operations Managers get promoted to General Manager in the last year. Those individuals are Dewayne Hill and Joe Mehyou.

10. My Operations Manager spends three (3) out of five (5) days a week either reviewing and pulling job applicants out of TalentStop, conducting phone interviews with those applicants, or conducting in-person interviews. I estimate my Operations Manager spends about three (3) hours per week on these duties. My Operations Manager has quite a bit of pull on hiring because he is the one who is going to be working the most with that individual, so he needs to be sure the person is someone he wants to work with. For the most part, if my Operations Manager wants to hire the person I am going to go with it too, the only exception I can think of is when my Operations Manager wanted to move forward with a candidate but the applicant's criminal background prohibited us from

moving forward. If my Operations Manager feels good about the candidate chances are I am going to agree with him.

11. My Operations Manager can verbally discipline employees and can write up employees for policy violations without my permission. If they need to deal with a situation, I expect them to do so. We had a team member who was frequently coming to work late and my Operations Manager wrote the employee up for attendance issues.

12. My Operations Manager has the ability to terminate employees without checking with me first. Fortunately, we don't have a lot of turnover, so the examples are rare. We had an employee a couple of months ago who called in three times in a row saying she could not make it in to work, and the final time she called in was on a Saturday, and my Operations Manager Dewayne Hill terminated the employee. He told her it wasn't going to work out and then he called and told me on Monday morning that he terminated the employee.

13. Operations Managers are responsible for ensuring store safety and writing a safety ticket in Origami (incident reporting software) and contacting the environmental hotline, such as in the event of a fuel spill.

14. At the beginning of their shift, Operations Managers perform a store walk and check the task lists for the team members who are leaving for the day to make sure they completed all items on their list. The OM meets with me to

discuss any issues such as staffing. We then perform a store walk and perform inventory management tasks such as counts. The OM then runs employee breaks and makes sure that all employees take their breaks. The OM spends the remainder of their shift either performing order reviews or preparing for an upcoming inspection in preparation for a business review meeting. The OMs also assign team members certain tasks such as putting away product when deliveries come in, zone cleaning which involves cleaning certain areas of the store, and detailing light fixtures in the showers, as examples. The Operations Managers follow up on employee task lists to ensure that employees are completing their assigned tasks. It takes Operations Managers about one (1) hour per shift to delegate tasks and follow-up with employees on completion of their tasks.

15. Operations Managers wear a radio throughout their entire shift to allow them to communicate with team members in various areas of the location. Operations Managers use the radio as a tool to supervise employees in the completion of their tasks.

16. We hold a weekly management meeting on Tuesday which lasts about forty-five minutes to one hour. My Operations Managers are responsible for discussing job applicants and what positions need to be filled and store sales. Nobody comes empty handed to the meeting, everyone has a topic to discuss. We discuss the 13-weeker report and profit and loss reports. Operations Managers can

and do pull these reports on a weekly basis and review them from Love's intranet system called the WAVE. For example, a cashier cannot pull these financial reports from the WAVE.

17. My Operations Manager actively participates in quarterly business review meetings. The business review meeting is an executive-level meeting where individuals from Love's corporate come to the location and in some cases members of the Love's family participate. Most recently in September 2017, we had our Divisional Director, the District Manager and a member of the Love's family present. In preparation for the business review there is a lot of extra cleaning and changing out light fixtures, and these tasks are delegated out to team members.

18. I estimate that Operations Managers spend about four (4) hours per week performing inventory management duties such as order reviews and inventory control counts. These duties have a huge impact on my store's bottom line. For example, if an item is not in stock we can't sell it and that affects sales. If counts aren't accurate then sales will be impacted. If counts are delegated out to the Inventory Management Coordinator, then either my Operations Manager or I are reviewing her counts for accuracy.

19. Operations Managers are eligible for quarterly bonus. The quarterly bonus is based on the store and restaurant sales, margin, loss prevention,

and staffing and labor costs. The Operations Manager's duties impacts every bit of the items that make up their quarterly bonus, and it can affect every manager in the location if things aren't going well—it is all or none.

20. The particular area in which my store is located is known for criminal activity. We have 12-hour per day security from 6:00 p.m. to 6:00 a.m., during the time when the OM works a significant portion of his 3:00 p.m. to 12:00 a.m. shift. When the security is not there the OM on duty has to make sure that we are keeping panhandlers out of the store. The OM is in constant contact with security via the radio and they supervise the security staff. Typically there is one (1) security guard working a 12-hour shift and sometimes there are two (2) guards on duty. One of the biggest things the OM has to do when security is not on duty is manage parking lot safety and ensure traffic flow remains moving.

21. I estimate my Operations Managers spend eighty-five percent (85%) of their working time performing managerial tasks.

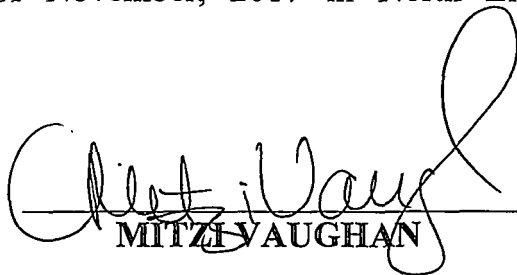
22. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

23. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Arkansas and the United States that the foregoing is true and correct.

Dated this 2nd day of November, 2017 in North Little Rock,  
Arkansas.

  
MITZI VAUGHAN



**EXHIBIT NN**

5. When an Operations Manager is on duty, they supervise all of the subordinate employees. Usually, this is around 7-8 employees.

6. When the Operations Manager is the highest level manager on duty and responsible to for running the facility, he uses a Motorola radio to communicate and direct all of the employees. Usually when the Operations Manager is on duty they are also the highest level manager.

7. Operations Managers and General Managers will pitch in and perform hourly tasks when needed. Even when pitching in, the Operations Managers are in constant communication with and directing the employees by using the radio. For example, when I am on the cash register sometimes the line gets too long and the Operation Manager will pitch in by manning the other register. When I have seen him do this, he was still using his radio to make sure the facility was running smoothly by directing the other employees from a distance.

8. When I am at the cashier register, sometime customers approach me with complaints. If the complaint cannot be resolved readily, I will call the Operations Manager for assistance.

9. When a cashier is on the cash register sometimes they have to take out loans for the cash drawers from the cash recycler. At the end of their shift the cashier takes their cash drawer back to cash recycler so that the money in the drawer can be deposited and counted. After the money is counted, if it is short and the money is not found through initial checks and balances then the General Manager or the Operations Manager will ask the cashier about it. If an investigation is started into whether money was stolen, the Operations Manager and the General Manager will conduct that investigation together.

10. Operations Manager Carl Holmes was the only one who interviewed me. After that first interview I was hired a few days later.



11. The Operations Manager typically works in the evenings and is responsible for training and molding the employees who work with him on the evening shift. I know this because I used to work on the evening shift.

12. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Ohio and the United States that the foregoing is true and correct.

Dated this 2nd day of November, 2017 in Conneaut, Ohio.

  
JEAN HELMAN

**EXHIBIT OO**

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCCLEERY, Individually	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	<b>JURY TRIAL DEMANDED</b>
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE'S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF MICHAEL BRIAN SMITH

I, MICHAEL BRIAN SMITH, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge. I work in the role of Operations Manager and have a deep understanding of the position.

2. I am currently employed by Love's Travel Stops, Inc. (the "Company") and work at Store 305 in Toms Brook, Virginia as an Operations Manager. I have been employed by the Company in Toms Brook, Virginia since January 2014. I was hired as a Marketing Manager, though my title later changed to Operations Manager. Throughout my time with the Company, I have reported to General Manager ("GM") Tammy Golladay at Store Store 305 in Toms Brooks, Virginia, though I trained at the Love's location in Max Meadows, Virginia.

3. During my employment with Love's, I always have earned at least \$455.00 per week.

4. During a shift, I am in charge of supervising the Travel Center (the "Store") and the Arby's restaurant operated by Love's at our location.

5. My normal work day is nine to ten hours. I work two (2) days and three (3) nights per week. When I work days, my hours tend to be 8:00 a.m. to 5:00 or 5:30 p.m. and when I work nights, my hours are typically 4:00 p.m. to 1:00 a.m.

6. One of my daytime shifts is Tuesday, which is my Development Day that I spend with the GM to learn more about Store's Operations, including onboarding new employees in the system and utilizing a broader range of functions and reports in the Company's financial management program than I already utilize in my Operations Manager role. My GM and I also go over the monthly Profit and Loss reports, as well as the weekly 13-Weeker that show financial trends for the Store and restaurant. I also help the GM run the shift on Development Days.

7. Other than my Development Days, I do not typically work the same shift as the GM, though on Wednesdays we sometimes overlap by a few hours to exchange information about personnel and operational issues. The GM typically has me take over the management and supervision of the employees during that overlap period to permit the GM to complete other work for which she is responsible.

8. While my GM prepares the schedules for the Store, I provide input regarding the schedules for the employees on the shifts I supervise because I have more contact with those employees and more knowledge of their performance. For example, we typically hire employees on a part-time basis while we evaluate their overall performance, and I sometimes recommend that an employee be made fulltime after I determine that their performance justifies that decision.

9. We have an Operations Manager in Training at the Store. He began working at the Store in September 2017. I am responsible for training him on merchandising issues, controlling shrink and adjusting minimum display values of products. I also go over the Profit and

Loss and 13-Weeker reports with him, and I am familiarizing him with the truck stop industry, including the industry terminology and services offered, because he is new to the industry (though not new to management).

10. Between the Store and the restaurant, there can be as many as 12 to 15 employees on the shifts I supervise, and there would almost always be at least seven (7) employees on the shifts that I supervise. Of the employees on the shifts I supervise, approximately 80% of those employees are fulltime employees. In a typical week, I supervise employees working more than 300 hours per week. During these shifts, I am supervising all of the employees on duty.

11. During a shift, I ensure that the Cashiers are completing their assigned duties and I identify and delegate other tasks that need to be completed. I am also monitoring the flow of the business—it's like having my head on a swivel to see what's going on in and around the Store and to anticipate and ideally resolve any personnel, customer service or operational problems before they occur.

12. I carry a radio with me at all times so I am always connected to what is going on in the Store and restaurant. In addition to using the radio to stay in touch, I walk the Store to observe what is happening and address any issues and ensure smooth operations. I "path" the restaurant to identify and address any issues they might have. I spend a very limited amount of time each shift performing some manual tasks, but I am always simultaneously monitoring lines at the register, traffic flow and product levels. I have to have eyes on the back of my head to ensure that the Store operates properly and that our customers are properly and efficiently cared for by the staff.

13. On my shifts, I am also coordinating breaks to ensure that the shift flows properly. I ensure that employees have a name tag, appropriate attire and a radio on them, if they are expected to carry a radio.



14. I am the Mentor for my District. My District Manager ("DM") gave me that role a few years ago. I reach out to the other Operations Managers in the District to assist and advise them with any promotional or marketing issues and efforts, including planograms, store layout and monthly promotions. My DM expects me to handle any related issues on my own. I have also assisted another Love's in Hagerstown, Maryland with the opening that Store.

15. I am responsible for ordering some of the merchandise we carry at the Store, including electronics and vehicle accessories and parts. I am responsible for determining the quantities of the items I order based upon forecasted sales for the Store. Forecasted sales come from corporate, but I look at the Store's actual sales history and use my judgment regarding the potential demand and quantities needed at our particular Store.

16. I am responsible for managing the end of day closeout of the cash registers, including reconciling the tills against sales reports and identifying any overages or shortages, and for verifying the contents of the Store's safes at the end of the day.

17. I am responsible for paying the vast majority of the maintenance bills for the facility. I review, approve and pay these invoices, and I also decline some invoices. For invoices above a certain amount, both the GM and I would require DM approval for payment, but we only get two or three of those invoices each year.

18. I participate in weekly manager meetings with the GM, the Restaurant GM, Restaurant Assistant Manager and the Operations Manager in Training. We use the meetings to evaluate hiring needs, identify employees who are due for performance evaluations and pay increases and determine which employees need to complete training modules. We also evaluate whether the Store is operating within budget, review flash reports regarding increases and/or decreases in sales and the 13-Weeker report. We also address any issues that might have been raised in secret shopper visits or via customer concerns to determine whether an action plan is needed to address those

issues. Additionally, the Store receives a weekly merchandising email to identify discontinued products, new products coming in , weekly and monthly promotions and other marketing and promotional initiatives. I designate who will handle the merchandising and promotional items that need to be completed and I discuss marketing and promotional issues with the management team during these meetings.

19. Additionally, I participate in a meeting among the Operations Managers in my Division, which includes 45 stores. These meeting occur once or twice per year. I also participate in quarterly audits. This involves walking the Store with the auditors and ensuring that the process is efficient and verifying and/or adjusting the auditor's counts on items to ensure accuracy given the impact that inaccuracies can have our Profit and Loss and other financial reports.

20. I also participate in Quarterly Business Review meetings. These involve store visits by corporate level management, including Co-CEO of the Company Frank Love on one occasion and Vice President of Communications Jenny Love on another, as well as Divisional management. These meetings are intended to review and assess the Store's operations and profitability.

21. I frequently review applications and I do most of the initial interviewing when we are looking to hire new employees for the Store. I make recommendations to the GM about who to hire or bring back for a second interview and my GM trusts my judgment on these decisions. Approximately 30% to 40% of the time, I am the only manager to interview candidates before my GM and I discuss and determine which candidates will get offers. I have likely reviewed applications and interviewed and made recommendations on a couple hundred candidates. I typically review applications and conduct interviews two (2) to three (3) times per week. I also participate in training and onboarding new employees after they are hired, including ensuring they complete their required computer-based training.

22. Additionally, I am involved in employee performance and disciplinary issues, including termination decisions and formal warnings. While I do not frequently have to terminate employees, and will often consult with my GM on such decisions to ensure we agree, I had to terminate an employee in September 2017 and that I made that decision on my own. I have also recommended that other employees be terminated over the years and my GM regularly accepts my recommendations on those issues.

23. I also draft performance evaluations for the employees who report to me on my shifts, which includes approximately half the Store's 25 employees, including Shift Leads. I also meet with the employees to discuss and review their evaluations and areas in which they need to improve. I also field issues and concerns of employees, including employee benefits and human resources type issues.

24. I have been involved in promoting employees. For example, I hired as a Cashier a few years ago who has since been promoted to a Shift Lead. Based upon my observations of her performance, I recommended to my GM that she be promoted to the Shift Lead position. I have made similar recommendations for multiple employees over the years and my GM has frequently accepted my recommendations. I also make recommendations regarding rates of pay for hourly employees.

25. As an Operations Manager, I have the authority to send employees home early if a shift is slower than anticipated, but more often than that, I will identify other tasks that need to be completed and assign those employees to those tasks.

26. I have authority to resolve customer concerns and complaints on my own, including providing complimentary or discounted merchandise. I address and resolve such issues on a daily basis.

27. I typically handle any emergency that occurs at the Store. However, on two occasions, a line testing company employed by Love's came to the Store for unannounced line tests during times at which I had a significant number of trucks waiting to fill their tanks. Given that the testing would shut down our fuel systems, I could not permit the testing to occur at that time. I knew my GM would agree that I needed to ask the testing company to come back at a less disruptive time, so I called my DM to get his take on the matter. My DM agreed with my assessment and I told the testing crews to come back another time. I have only had to call my GM or District Manager a few times for unusual events or issues, and I am expected to notify my GM and DM in the event of fuel system outage that might last long enough to significantly impact business for the month. However, many outages are caused by power surges and can be resolved on site on my own and I do not need to notify the GM or DM. I do not call my GM or DM unless it is a big deal because I am paid to make decisions.

28. Since I have been employed by the Company, I have never made any complaints, statements, or reports to my supervisor, management, or HR about not being paid for overtime.

29. I have never heard anyone complain, report or otherwise communicate (verbally, electronically, or in writing) to other employees, supervisors, management, or HR about not being paid for all hours worked.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Virginia and the United States that the foregoing is true and correct.

Dated this 25th day of October, 2017 in Toms Brook, Virginia.

  
\_\_\_\_\_  
**MICHAEL BRIAN SMITH**

**EXHIBIT PP**

IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA

ZACHARY GIVEN, KRISTOPHER	:	
LAWSON, VINCENT MCCLEERY,	:	
and SEAN MCMURRAN, Individually:	:	Civil Action No. 1:17-CV-01266-CCC
and on Behalf of Other Persons	:	
Similarly Situated,	:	JURY TRIAL DEMANDED
	:	
Plaintiffs,	:	The Hon. Christopher C. Conner
	:	
v.	:	
	:	
LOVE’S TRAVEL STOPS &	:	
COUNTRY STORES, INC.,	:	
	:	
Defendant.	:	
	:	

DECLARATION OF CRISTINA FRIEND

I, **Cristina Friend**, do hereby swear, affirm and attest as follows:

1. I am over 18 years of age and competent to testify to the matters stated in this declaration. I make this declaration based upon my personal knowledge.
2. I’ve worked as a cashier for Love’s for four months, at Cumberland, MD.
3. When I’m on duty, I always answer to either the General Manager (GM) or the Operations Manager (OM).
4. I have firsthand knowledge of what OMs do.
5. In a nutshell, OMs at the Cumberland facility make sure that we’re doing our job.
6. For example, the OM makes sure that we ensure the bathrooms are clean.
7. OMs “void off” a purchase when there is a problem with a sale. No one below the OM, except for my shift leader, has the ability to do that.

8. OMs tell us our “key focus” each day. For example, the OM may tell me to inventory tobacco.

9. When I interviewed for my job at Love’s, I interviewed with both a GM and an OM, John Bittner.

10. Both interviews lasted 25 minutes.

This declaration is given voluntarily. I have not been promised any benefit, coerced, or threatened in any manner in exchange for or in relation to this declaration or the information stated in this declaration.

I declare under penalty of perjury under the laws of the State of Maryland and the United States that the foregoing is true and correct.

Dated this 25 day of October, 2017 in Cumberland, Maryland

Cristina Friend  
**Cristina Friend**